

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. Grace & Co., <u>et al.</u> ,)	Case No. 01-01139 (KJC)
)	
)	(Jointly Administered)
Debtors.)	
)	Related Docket No. _____

**ORDER APPROVING FINAL FEE APPLICATION OF RICHARDSON PATRICK
WESTBROOK & BRICKMAN FOR COMPENSATION AND FOR REIMBURSEMENT
OF EXPENSES AS LEAD SPECIAL COUNSEL FOR THE ZAI CLAIMANTS FOR THE
PERIOD FROM JULY 22, 2002 THROUGH SEPTEMBER 30, 2007**

Upon consideration of the final fee application (the “Application”) of Richardson Patrick Westbrook & Brickman (“RPWB” or Applicant”) retained by the ZAI Claimants in the above captioned case seeking the entry of an Order for allowance of compensation and reimbursement of expenses on a final basis for the period from July 22, 2002 through and including September 30, 2007 (the “Application Period”); and this Court having determined that all of the requirements of sections 327, 328, 330, 331 and 503(b) of the Bankruptcy Code as well as Rule 2016 of the Federal Rules of Bankruptcy Procedure and the applicable Local Rules have been satisfied; and it further appearing that the expenses incurred were actual, reasonable and necessary; and it appearing that notice of the Application was appropriate; and after due deliberation and sufficient good cause appearing therefore; it is hereby

ORDERED that the Application is approved on a final basis; and it is further

ORDERED that RPWB is granted a full and final allowance of compensation for professional services that were rendered to the ZAI Claimants during the Application Period, in the amount of \$2,729,034.75; and it is further

ORDERED that RPWB is granted a full and final allowance of the reimbursement of expenses incurred during the Application Period in the amount of \$688,699.19; and it is further

ORDERED that Reorganized Debtor is authorized and directed to make prompt payment to RPWB in an amount sufficient to satisfy all fees and expenses, less any payments already received by the RPWB on account of such fees and expenses; and it is further

ORDERED that this Court shall retain jurisdiction over any and all matters arising from or related to the interpretation or implementation of this Order.

Dated: October ____, 2014
Wilmington, Delaware

The Honorable Kevin J. Carey
United States Bankruptcy Judge